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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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NOTICE OF PRESENTMENT OF JOINT STIPULATION AND AGREED ORDER (I)
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 16573 AND (II)
DISALLOWING AND EXPUNGING PROOF OF CLAIM NUMBER 15221
(TOWER AUTOMOTIVE, INC.)

PLEASE TAKE NOTICE that on October 31, 2006, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of claim number 15221 ("Proof of Claim 15221") filed by Tower Automotive, Inc. ("Tower") pursuant to the Debtors' (i) Third Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (a) Claims With Insufficient Documentation, (b) Claims Unsubstantiated By Debtors' Books And Records, And (c) Claims Subject To Modification And (ii) Motion To Estimate Contingent And Unliquidated Claims Pursuant To 11 U.S.C. § 502(c) (Docket No. 5452) (the "Third Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that on August 24, 2007, the Debtors objected to proof of claim number 16573 ("Proof of Claim 16573" and, together with Proof of Claim 15221, the "Proofs of Claim") filed by Tower pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection").

PLEASE TAKE FURTHER NOTICE that the TAI Unsecured Creditors Liquidating Trust (the "Trust") was established and the right to prosecute and settle the Proofs of Claim as the representative of Tower was transferred to the Trust.

PLEASE TAKE FURTHER NOTICE that the Debtors and the Trust have agreed to settle the Third and Twentieth Omnibus Claims Objections with respect to the Proofs of

Claim, and have agreed on the terms of a (i) Settlement Agreement dated as of December 12, 2007 (the "Settlement Agreement") and (ii) Joint Stipulation And Agreed Order (i) Compromising And Allowing Proof Of Claim Number 16573 And (ii) Disallowing And Expunging Proof Of Claim Number 15221 (Tower Automotive, Inc.) (the "Joint Stipulation").

PLEASE TAKE FURTHER NOTICE that, pursuant to the Settlement Agreement and the Joint Stipulation, the Debtors and the Trust propose to allow Proof of Claim 16573 as a general unsecured non-priority claim in the amount of \$1,150,000.00 and disallow and expunge Proof of Claim 15221 in its entirety.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Amended And Restated Order Under 11 U.S.C. §§ 363, 502 And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) (the "Settlement Procedures Order"), the Debtors have provided the Notice Parties (as defined in the Settlement Procedures Order) with notice of the terms of the proposed settlement with the Trust.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Settlement Procedures Order, if counsel to the Debtors does not receive a written objection or written request for additional time from any of the Notice Parties by January 9, 2008, then the Debtors will consummate the Settlement Agreement and will present the Joint Stipulation for consideration at the hearing scheduled for January 10, 2008, at 10:00 a.m. (prevailing Eastern time) in the United States Bankruptcy Court for the Southern District of New York.

Dated: New York, New York
January 3, 2008

SKADDEN, ARPS, SLATE, MEAGHER &
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